

# **EXHIBIT 5**

**FINAL INSTRUCTION NO. \_\_ – Punitive Damages for Willful and  
Malicious Misappropriation**

If you decide that Aerojet Rocketdyne committed acts of misappropriation, and that those acts caused ValveTech harm, you must decide whether that conduct justifies an award of punitive damages. The purposes of punitive damages are to punish a wrongdoer for the conduct that harmed ValveTech and to discourage similar conduct in the future.

In order to recover punitive damages, ValveTech must prove by clear and convincing evidence that an officer, director, or managing agent of Aerojet Rocketdyne acted willfully and maliciously toward ValveTech. The terms officer, director, and managing agent require more than mere titles, but instead must be someone that determines corporate policy. You will not be asked to determine the amount of any punitive damages. I will calculate the amount, if any, later.

“Willfully” means that actions with a purpose or willingness to commit the act or engage in the conduct in question, and the conduct was not reasonable under the circumstances at the time and was not undertaken in good faith.

“Maliciously” means that actions with an intent to cause injury, or that conduct was despicable and was done with a willful and knowing disregard for the rights of others.

“Despicable conduct” is conduct so vile, base, or wretched that it would be looked down on and despised by ordinary decent people.

“Knowing disregard” means awareness of the probable consequences of conduct and deliberate failure to avoid those consequences.